

9/10/02 RECORDATA TRA

09-15-2003



Tab settings

To the Honorable Commissioner of Patents and Trademarks

102550315

1 document or copy thereof.

1. Name of conveying party(ies):

Societe des Produits Nestle S.A.

- Individual(s)
- General Partnership
- Corporation
- Other - a Swiss company
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: August 21, 2003

2. Name and address of receiving party(ies):

O Brand Acquisition Corp.
Four Gatehall Drive
Suite 110
Parsippany, New Jersey, 07054

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designator is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

OFFICE OF PUBLIC RECORDS
2003 SEP 10 PM 3:17
FINANCE SECTION

4. Application number(s) or patent number(s) listed below

A. Trademark Application No.(s)
see attachment A

B. Trademark Registration No.(s)
n/a

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: GLENN A. GUNDERSEN
DECHERT LLP
4000 BELL ATLANTIC TOWER
1717 ARCH STREET
PHILADELPHIA, PA. 19103-2793
TEL. NO. (215) 994-2183

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41)\$65.00

- Enclosed
- Authorized to be charged to deposit account (Including any underpayment)

8. Deposit account number: 04-0475

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Terence A. Dixon
Name of Person Signing

Signature

9/8/03
Date

09/12/2003 ECMPER 00000111 040475 Total number of pages including cover sheet, attachments, and document: 15

01 FC:8521
02 FC:8522

40.00 BA
25.00 BA

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ATTACHMENT A

APPLICATIONS

TRADEMARK	SERIAL. NO.	DATE FILED
A FIESTA OF FLAVOR	76/098,964	Jul 27 2000
A FIESTA OF FLAVOR IN YOUR FREEZER	76/098,963	Jul 27 2000

ASSIGNMENT OF TRADEMARKS (U.S. ITU APPLICATIONS)

August 21, 2003

WHEREAS, Société Des Produits Nestlé S.A., a société anonyme organized under the laws of Switzerland ("Seller"), has intended to use the trademarks shown in Attachment A (the "Trademarks") in its business in the United States, and has filed applications to register the Trademarks indicating that intention but has not yet filed any allegations of use under Section 1(c) or 1(d) of the Trademarks Act (15 U.S.C. 1051(c),(d)) with respect to the Trademarks;

WHEREAS, O Brand Acquisition Corp., a Delaware corporation ("Buyer"), has on this date acquired from Seller certain assets and property used in Seller's business to which the Trademarks relate and is desirous of acquiring the Trademarks, together with the applications for registration of the Trademarks shown in Attachment A (the "Applications"), any other registrations and applications for registration of the Trademarks, and the goodwill of the business associated with and symbolized by the Trademarks.

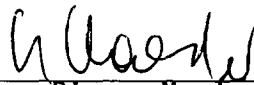
AND WHEREAS Buyer is succeeding to the portion of the Seller's business to which the Trademarks pertain, as required by Section 10 of the Trademark Act (15 U.S.C. 1060);

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound, Seller hereby assigns and transfers to Buyer all of its right, title and interest in and to the Trademarks, together with the Applications, any other registrations and applications for registration of the Trademarks and the goodwill of the business associated with and symbolized by the Trademarks.

[Signature Page Follows]

IN WITNESS WHEREOF, this Assignment of Trademarks (U.S. ITU Applications) has been signed as of the day and year first written above.

SOCIÉTÉ DES PRODUITS NESTLÉ S.A.

By: 
Name: Jean-Pierre Maeder
Title: Authorized Signatory

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